

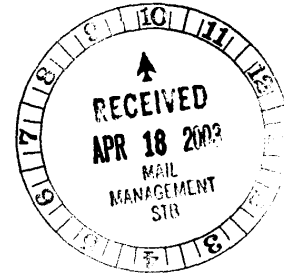


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RECORDATION NO. 24391-A FILED

APR 18 '03 2-26 PM

SURFACE TRANSPORTATION BOARD



April 17, 2003

Barbara Sadler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of November 14, 2002 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**  
1211 Avenue of the Americas, New York, NY 10036

Lessee: **NEBRASKA CENTRAL RAILROAD COMPANY**  
4420 W. Vickery Blvd., Suite 110, Ft. Worth, TX 76107

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **NEBRASKA CENTRAL RAILROAD COMPANY** covering 25 coal hoppers with reporting marks and numbers - CEFX 151931 - GRPX 944487, NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #24391 dated 4/4/03 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

*Sherry Lewey*  
Sherry Lewey

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Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 14<sup>th</sup> day of November, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and NEBRASKA CENTRAL RAILROAD COMPANY, a Delaware corporation, with an address at 4420 W. Vickery Blvd., Suite 110, Ft. Worth, TX 76107 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of November 14, 2002, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on April 4, 2003 as Recordation Number 24391.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]  
Name: Richard Latini  
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

NEBRASKA CENTRAL RAILROAD COMPANY

By: [Signature]  
Name: J. Scott Traylor  
Title: VICE PRESIDENT

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SURFACE TRANSPORTATION BOARD

## Schedule A

Number of Cars	Equipment Description	
25	4,750 C.F. covered hopper car with gravity gates and trough hatches	
1	CEFX	151931
2	CEFX	151956
3	GRPX	944005
4	GRPX	944014
5	GRPX	944060
6	GRPX	944082
7	GRPX	944099
8	GRPX	944133
9	GRPX	944146
10	GRPX	944183
11	GRPX	944192
12	GRPX	944216
13	GRPX	944235
14	GRPX	944299
15	GRPX	944319
16	GRPX	944320
17	GRPX	944355
18	GRPX	944390
19	GRPX	944398
20	GRPX	944407
21	GRPX	944453
22	GRPX	944463
23	GRPX	944481
24	GRPX	944483
25	GRPX	944487